

Hearing Date and Time: April 13, 2011 at 10:00 a.m. (E.S.T.)
Objection Deadline: April 8, 2011 at 4:00 p.m. (E.S.T.)

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Company, N.A. as Indenture Trustee*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____	X	
In re:)	
)	
LEHMAN BROTHERS HOLDINGS INC., <u>et al.</u>)	Chapter 11
)	
)	Case No. 08-13555
Debtors.)	
)	(Jointly Administered)
)	
_____	X	

**JOINDER OF THE BANK OF NEW YORK MELLON TRUST COMPANY,
N.A., AS INDENTURE TRUSTEE, TO THE LIMITED OBJECTION OF
CERTAIN OPERATING COMPANY CREDITORS TO DEBTORS' MOTION
PURSUANT TO SECTION 105 OF THE BANKRUPTCY CODE AND RULE
7026 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE FOR
AUTHORIZATION TO ESTABLISH AND IMPLEMENT PROCEDURES IN
CONNECTION WITH DISCOVERY RELATED TO PLAN CONFIRMATION**

TO THE HONORABLE JAMES M. PECK,
UNITED STATES BANKRUPTCY JUDGE:

The Bank of New York Mellon Trust Company, N.A. (formerly known as The Bank of New York Trust Company, N.A.) as indenture trustee (the "Trustee") for the holders of the Main Street Bonds (as defined below), hereby submits this joinder (the "Joinder") to the Limited Objection of Certain Operating Company Creditors [Docket No. 15769] (the "Limited Objection") to Debtors' Motion Pursuant to Section 105 of the Bankruptcy Code and Rule 7026

of the Federal Rules of Bankruptcy Procedure for Authorization to Establish and Implement Procedures in Connection with Discovery Related to Plan Confirmation [Docket No. 14867] (the “Motion”).¹ In support of the Joinder, the Trustee respectfully states as follows:

1. The Trustee indirectly holds over \$700 million in claims against Lehman Brothers Commodity Services Inc. (“LBCS”), Lehman’s former commodities trading subsidiary, to repay public municipal revenue bonds (the “Main Street Bonds”), as well as a separate guarantee claim against Lehman Brothers Holdings Inc. (“LBHI”). The Trustee’s claims are the largest individual third-party claims against LBCS.²

2. The Trustee has been actively involved in these cases as a creditor of LBCS and a long-standing proponent of increased access to critical information in the Debtors’ proceedings.³ The Trustee supports the establishment of plan discovery procedures in these Chapter 11 cases, and, along with other creditors, has met several times with the Debtors to develop a consensual approach to such discovery. These sessions have resulted in substantial but not complete agreement.

3. The Trustee shares the concerns expressed in the Limited Objection and hereby joins the arguments set forth therein.

¹ All capitalized terms used but not defined herein shall have the meaning given to them in the Motion and the Limited Objection.

² The Main Street Bonds are more fully described in the Trustee’s Limited Objection to the Debtors Motion for Establishment of the Deadline for Filing Proofs of Claim, Approval of the Form and Manner of Notice Thereof and Approval of the Proof of Claim Form [Docket No. 3865].

³ See e.g., Trustee’s Limited Obj. to Debtors’ Mot’n for Second Extension of Exclusivity filed July 10, 2009 [Docket No. 4331]; Trustee’s Mot’n for Rule 2004 Discovery filed Nov. 26, 2008 [Docket No. 1766]; Trustee’s Limited Obj. to the Sale of Eagle Energy filed Oct. 14, 2008 [Docket No. 914]; Trustee’s Response to the Ad Hoc Group’s Preliminary Obj. to Debtors’ Joint Chapter 11 Plan and Disclosure Statement filed Jul. 15, 2010 [Docket No. 10243].

WHEREFORE, for the reasons set forth in the Limited Objection, the Trustee respectfully requests that this Court (i) modify the Proposed Procedures Order by removing paragraph 11, (ii) modify the Proposed Protective Order by removing paragraph 12, (iii) modify the Proposed Procedures Order by revising paragraphs 3 and 13(a) to replace the Designated Party with the Creditors' Committee, and (iv) grant such other and further relief as this Court may deem just or proper.

Dated: New York, New York
April 8, 2011

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